



PUBLIC NOTICE

Federal Communications Commission
45 L St., N.E.
Washington, D.C. 20554

News Media Information 202 / 418-0500
Internet: <http://www.fcc.gov>

DA 22-1127
Released: October 26, 2022

**DOMESTIC SECTION 214 APPLICATION FILED
FOR THE TRANSFER OF CONTROL OF OHIO TELECOM, INC.
TO OMNI FIBER, LLC**

STREAMLINED PLEADING CYCLE ESTABLISHED

WC Docket No. 22-361

Comments Due: November 9, 2022

Reply Comment Due: November 16, 2022

By this Public Notice, the Wireline Competition Bureau seeks comment from interested parties on an application filed by Michael Christiansen, Ohio Telecom, Inc. (Ohio Telecom), and Omni Fiber, LLC (Omni Fiber) (collectively, Applicants), pursuant to section 214 of the Communications Act of 1934, as amended, and sections 63.03-04 of the Commission's rules, requesting consent to transfer control of Ohio Telecom to Omni Fiber.¹

Ohio Telecom, an Ohio corporation, is controlled by Michael Christiansen, the sole shareholder and director of Ohio Telecom. Ohio Telecom provides competitive facilities-based telecommunications services and other services to residential and business customers in the Northwest region of Ohio.

Omni Fiber, an Ohio limited liability company, currently is not operational, but is in the process of building out its network and services, with initial projects under construction in areas of Ohio. Applicants state that it anticipates additional deployments and services in Pennsylvania and Michigan in 2023. Omni Fiber currently is owned and controlled by funds and entities associated with Oak Hill Capital Management (collectively the Oak Hill Investors),² which is a private equity fund based in the United States but whose funds are organized in the Cayman Islands. The equity in

¹ See 47 U.S.C. § 214; 47 CFR §§ 63.03-04; Application of Omni Fiber, LLC (Transferee), Michael Christiansen (Transferor), and Ohio Telecom, Inc (Licensee) for Consent Pursuant to Section 214 of the Communications Act of 1934, as Amended, WC Docket No. 22-361 (filed Oct. 13, 2022) (Application).

² The Oak Hill Investors include OHCP MGP VI, LLC (MGP VI), a Cayman Islands entity, and certain funds and entities that it controls and OHCP GenPar Super Holdco GP, Ltd., a Cayman Islands entity, and certain funds and entities that it controls. Applicants state that the following U.S. citizens hold interests in one or more Oak Hill Investors that may exceed a 10% attributable interest in Ohio Telecom: Scott A. Baker, Brian N. Cherry, Benjamin Diesbach, Stratton R. Heath, III, John R. Monsky, Steven G. Puccinelli, and Tyler J. Wolfram. See Application at Exh. A (Current and Post-Transaction Corporate Ownership Structure Charts) and Exh. B (Post-Transaction Ownership Structure).

the Oak Hill funds is held through limited partnership interests held by numerous, primarily U.S. based, investors, including individuals, trusts, institutions, and business entities. Control of these funds ultimately rests in U.S. entities or citizens.

Pursuant to the terms of the proposed transaction, Omni Fiber will purchase from Michael Christiansen all of the equity interests of Ohio Telecom. Omni Fiber will thereby acquire direct ownership and control of Ohio Telecom.

Applicants request streamlined treatment of the proposed transaction under the Commission's rules and assert that a grant of the application would serve the public interest, convenience, and necessity. Applicants state that Omni Fiber is affiliated through the Oak Hill Investors with multiple incumbent local exchange carrier (LEC) and competitive LEC telecommunications providers operating in several states, including Ohio, however, they do not overlap with the areas in which Ohio Telecom operates. We accept the Application for streamlined filing under section 63.03(b)(2)(ii) of the Commission's rules.³

No Referral to Executive Branch Agencies: The Commission determined in the *Executive Branch Review Process Order* that it would not routinely refer to the Executive Branch "standalone applications to transfer control of domestic section 214 authority."⁴ The Commission, however, retains the discretion to refer a domestic-only section 214 transaction should it find that a particular application may raise national security, law enforcement, foreign policy, and trade policy concerns for which it would benefit from the advice of the Executive Branch.⁵ Applicants state that the Application involves the transfer of control of carriers that hold only domestic section 214 authority, and that consistent with the decision in the *Executive Branch Review Process Order*, the Application does not require a referral to the Executive Branch.⁶ We do not find any special circumstances that warrant referral of this Application to the Executive Branch agencies. While we are not referring the Application, we will provide a courtesy copy of this public notice to the Executive Branch agencies.⁷

Domestic Section 214 Application Filed for the Transfer of Control of Ohio Telecom, Inc. to Omni Fiber, LLC, WC Docket No. 22-361 (filed Oct. 13, 2022).

GENERAL INFORMATION

The transfer of control identified herein has been found, upon initial review, to be acceptable for filing as a streamlined application. The Commission reserves the right to return any transfer application if, upon further examination, it is determined to be defective and not in conformance with the Commission's rules and policies. Pursuant to section 63.03(a) of the Commission's rules, 47 CFR § 63.03(a), interested parties may file comments **on or before**

³ 47 CFR § 63.03(b)(2)(ii).

⁴ *Process Reform for Executive Branch Review of Certain FCC Applications and Petitions Involving Foreign Ownership*, IB Docket 16-155, Report and Order, 35 FCC Rcd 10927, 10936, para. 25 (2020) (*Executive Branch Review Process Order*).

⁵ *Id.*

⁶ Application at 14-15.

⁷ See *Executive Branch Review Process Order* at 10941, para. 36, n. 99; see also *id.* at 10939, para 30, n. 81.

November 9, 2022, and reply comments **on or before November 16, 2022**. Pursuant to section 63.52 of the Commission's rules, 47 CFR § 63.52, commenters must serve a copy of comments on the Applicants no later than the above comment filing date. Unless otherwise notified by the Commission, the Applicants may transfer control on the 31st day after the date of this notice.

Pursuant to section 63.03 of the Commission's rules, 47 CFR § 63.03, parties to this proceeding should file any documents using the Commission's Electronic Comment Filing System (ECFS): <http://apps.fcc.gov/ecfs/>.

In addition, e-mail one copy of each pleading to each of the following:

- 1) Tracey Wilson, Competition Policy Division, Wireline Competition Bureau, tracey.wilson@fcc.gov;
- 2) Dennis Johnson, Competition Policy Division, Wireline Competition Bureau, dennis.johnson@fcc.gov; and
- 3) Jim Bird, Office of General Counsel, jim.bird@fcc.gov.

People with Disabilities: We ask that requests for accommodations be made as soon as possible in order to allow the agency to satisfy such requests whenever possible. Send an email to fcc504@fcc.gov or call the Consumer and Governmental Affairs Bureau at (202) 418-0530.

The proceeding in this Notice shall be treated as a "permit-but-disclose" proceeding in accordance with the Commission's *ex parte* rules. Persons making *ex parte* presentations must file a copy of any written presentation or a memorandum summarizing any oral presentation within two business days after the presentation (unless a different deadline applicable to the Sunshine period applies). Persons making oral *ex parte* presentations are reminded that memoranda summarizing the presentation must (1) list all persons attending or otherwise participating in the meeting at which the *ex parte* presentation was made, and (2) summarize all data presented and arguments made during the presentation. If the presentation consisted in whole or in part of the presentation of data or arguments already reflected in the presenter's written comments, memoranda or other filings in the proceeding, the presenter may provide citations to such data or arguments in his or her prior comments, memoranda, or other filings (specifying the relevant page and/or paragraph numbers where such data or arguments can be found) in lieu of summarizing them in the memorandum. Documents shown or given to Commission staff during *ex parte* meetings are deemed to be written *ex parte* presentations and must be filed consistent with rule 1.1206(b), 47 CFR § 1.1206(b). Participants in this proceeding should familiarize themselves with the Commission's *ex parte* rules.

To allow the Commission to consider fully all substantive issues regarding the application in as timely and efficient a manner as possible, petitioners and commenters should raise all issues in their initial filings. New issues may not be raised in responses or replies.⁸ A party or interested person seeking to raise a new issue after the pleading cycle has closed must show good cause why it was not possible for it to have raised the issue previously. Submissions after the pleading cycle has closed that seek to raise new issues based on new facts or newly discovered facts should be filed within 15 days after such facts are discovered. Absent such a showing of good cause, any issues not timely raised may be disregarded by the Commission.

For further information, please contact Tracey Wilson at (202) 418-1394 or Dennis Johnson at (202) 418-0809.

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⁸ See 47 CFR § 1.45(c).